

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (if known) _____ Chapter 11☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name AAC Holding Corp.

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 42-1622826

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

1550 W. Mockingbird Lane
Dallas, TX 75235

Number, Street, City, State & ZIP Code

Dallas

County

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) _____

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: _____

Debtor **AAC Holding Corp.**
Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

4529**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No.☐ Yes.

If more than 2 cases, attach a separate list.

| | | | | | |
|----------|-------|------|-------|-------------|-------|
| District | _____ | When | _____ | Case number | _____ |
| District | _____ | When | _____ | Case number | _____ |

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☒ No☐ Yes.

List all cases. If more than 1, attach a separate list

| | | | |
|----------|-------|-----------------------|-------|
| Debtor | _____ | Relationship | _____ |
| District | _____ | When | _____ |
| | | Case number, if known | _____ |

Debtor **AAC Holding Corp.**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (Check all that apply.)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other _____**Where is the property?** _____

Number, Street, City, State & ZIP Code

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☒ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☒ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **AAC Holding Corp.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **January 14, 2021**
MM / DD / YYYY**X /s/ Stephen Szejner**
Signature of authorized representative of debtor

Title **Vice President****Stephen Szejner**
Printed name**18. Signature of attorney****X /s/ Susan B. Hersh**
Signature of attorney for debtorDate **January 14, 2021**
MM / DD / YYYY**Susan B. Hersh 09543925 Susan B. Hersh, P.C.**
Printed name**Susan B. Hersh, P.C.**
Firm name**12770 Coit Road
Suite 1100
Dallas, TX 75251**
Number, Street, City, State & ZIP CodeContact phone **(972) 503-7070** Email address **Susan@susanbherhpc.com****09543925 TX**
Bar number and State

Fill in this information to identify the case:

Debtor name **AAC Holding Corp.**
 United States Bankruptcy Court for the: **NORTHERN DISTRICT OF TEXAS**
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders
12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

| Name of creditor and complete mailing address, including zip code | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|---|--|---|--|--|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| Prudential Capital Partners (Parallel Fund), IV, L.P. 180 N. Stetson Ave., Ste 5200 Chicago, IL 60601 | | Senior Subordinated Notes; guaranteed debt | | | | \$3,797,727.35 |
| Prudential Capital Partners Management Fund IV, L.P. 180 N. Stetson Ave., Ste 5200 Chicago, IL 60601 | | Senior Subordinated Notes; guaranteed debt | | | | \$3,648,084.34 |

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

In Re:

AAC Holding Corp.

Debtor(s)

Case No.:

§
§
§
§
§
§
§

VERIFICATION OF MAILING LIST

The Debtor(s) certifies that the attached mailing list (*only one option may be selected per form*):

- ☒ is the first mail matrix in this case.
- ☐ adds entities not listed on previously filed mailing list(s).
- ☐ changes or corrects name(s) and address(es) on previously filed mailing list(s).
- ☐ deletes name(s) and address(es) on previously filed mailing list(s).

In accordance with N.D. TX L.B.R. 1007.2, the above named Debtor(s) hereby verifies that the attached list of creditors is true and correct.

Date: January 14, 2021/s/ Stephen Szejner

Stephen Szejner/Vice President
Signer/Title

Date: January 14, 2021/s/ Susan B. Hersh

Signature of Attorney
Susan B. Hersh 09543925 Susan B. Hersh, P.C.
Susan B. Hersh, P.C.
12770 Coit Road
Suite 1100
Dallas, TX 75251
(972) 503-7070 Fax: (972) 503-7077

42-1622826

Debtor's Social Security/Tax ID No.

Joint Debtor's Social Security/Tax ID No.

Susan B. Hersh
Susan B. Hersh, P.C.
12770 Coit Road
Suite 1100
Dallas, TX 75251

Adam Harris
Schulte Roth & Zabel
919 Third Avenue
New York, NY 10022

Blank Rome, LLP
Attn: Lawrence Flick
The Chrysler Building
405 Lexington Ave
New York, NY 10174

Cerebus Business Finance, LLC
Attn: Joseph Naccarato
875 Third Avenue
New York, NY 10022

Falcon Strategic Partners IV, LP
21 Custom House Street, 10th Floor
Boston, MA 02110

Fenway Partners
Attn: Gregg Smart & Chris Stevenson
1251 Avenue of the Americas
New York, NY 10020

Laura Davis Jones
Pachulski Stang Ziehl Jones
919 North market St., 17th Floor
Wilmington, DE 19801

Lowenstein Sandler, LLP
Attn: Steve Siesser
1251 Avenue of the Americas
NY 10200

Matthew L. White
Falcon Investment Advisors, LLC
600 Lexington Ave., 35th Floor
New York, NY 10022

PNC Bank
Attn: Trina Barkley
500 First Avenue, 4th Floor
Pittsburgh, PA 15219

PNC Bank
Attn: Lee LeBine
200 S. Wacker, Ste 600
Chicago, IL 60606

PNC Bank, National Association
1 North Franklin Street, Ste 2500
Chicago, IL 60606

Prudential Capital Partners
(Parallel Fund), IV, L.P.
180 N. Stetson Ave., Ste 5200
Chicago, IL 60601

Prudential Capital Partners IV, L.P.
180 N. Stetson Ave., Ste 5200
Chicago, IL 60601

Prudential Capital Partners Management
Fund IV, L.P.
180 N. Stetson Ave., Ste 5200
Chicago, IL 60601

Robert Britton
Paul Weiss Rifkind Wharton Garrison, LLP
1285 Avenue of the Americas
New York, NY 10019-6064

Stephen Szejner
Prudential Private Capital
180 N. Stetson Ave., Suite 5200
Chicago, IL 60601

**United States Bankruptcy Court
Northern District of Texas**

In re **AAC Holding Corp.**

Debtor(s)

Case No.

Chapter **11**

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **AAC Holding Corp.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

AAC Group Holding Corp.
1550 W. Mockingbird Lane
Dallas, TX 75235

AAC Iconic Holdings, LLC

American Achievement Group Holding Corp

**American Achievement Intermediate
Holding Corp.**

American Iconic Intermediate Holding LLC

Falcon Strategic Partners, IV, LP

Prudential Capital Partners IV, LP

☐ None [Check if applicable]

January 14, 2021

Date

/s/ Susan B. Hersh

Susan B. Hersh 09543925 Susan B. Hersh, P.C.

Signature of Attorney or Litigant
Counsel for **AAC Holding Corp.**

Susan B. Hersh, P.C.

12770 Coit Road

Suite 1100

Dallas, TX 75251

(972) 503-7070 Fax:(972) 503-7077

Susan@susanbherhshpc.com